

RECORDATION NO.

19014-S  
FILED

JAN 10 '06

1-59 PM

SURFACE TRANSPORTATION BOARD

ALVORD AND ALVORD  
ATTORNEYS AT LAW  
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SUITE 301  
WASHINGTON, D.C.

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January 10, 2006

Mr. Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Change Amendment Letter, dated November 29, 2005, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Railcar Lease Agreement previously filed with the Commission under Recordation Number 19014.

The names and addresses of the parties to the enclosed document are:

Lessor: U.S. Bancorp Equipment Finance, Inc.  
13101 SW 68th Parkway  
Portland, Oregon 97223

Lessee: CHS, Inc.  
(f/k/a Harvest States Cooperatives)  
5500 Cenex Drive  
Inner Grove Heights, Minnesota 55077

Mr. Vernon A. Williams  
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A description of the railroad equipment covered by the enclosed document is:

31 covered hopper cars are ADDED: NRR 000200 - NRR 000230.

A short summary of the document to appear in the index is:

Change Amendment Letter.

Also enclosed is a check in the amount of \$33.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/anm  
Enclosures



**Equipment Finance, Inc.**  
PO Box 230789  
Portland, OR 97281-0789

November 29, 2005

Dennis Wendland, Sr.  
Harvest States Cooperatives-Northwest Grain  
5500 Cenex Drive  
Inner Grove Heights, MN 55077  
RE: Harvest States Cooperatives-Northwest Grain  
21024561-002-1024561-006

Dear Mr. Wendland:

Per your request, there needs to be an amendment to the RAILCAR LEASE AGREEMENT, dated September 30, 1994, recorded October 5, 1994 as STB Recordation No. 19014, including all ancillary documents associated with the above-referenced Schedule, whereby certain property as more fully described on Exhibit "A" attached hereto, are subject to the terms defined in the Schedule 1024561.006 dated October 31, 1995. We will require your acknowledgement of the following change(s):

Lessee name is hereby amended to: CHS Inc.  
The Tax Identification number remains the same: 41-0251095  
The Property address remains at: 5500 Cenex Drive, Inver Grove Heights, MN 55077 County: Dakota  
The Billing/Mailing address will be: 5500 Cenex Drive, Inver Grove Heights, MN 55077  
The signing officer will be: Dennis Wendland, Sr., Vice President

IN WITNESS WHEREOF, the parties hereto have each caused this Amendment to be duly executed as of the date and year first above written.

**Lessee:**  
CHS Inc.

BY: Dennis Wendland  
Dennis Wendland, Sr., Sr. Vice President

Executed on this 13 day of December, 2005.

STATE OF Minnesota  
County of Ramsey )SS.

On December 13, 2005 Dennis Wendland personally appeared before me, Rian Mary Harrington, who being duly sworn, stated that he/she is the Sr. VP of CHS INC. acknowledged the foregoing instrument as voluntary act and deed of the Company by virtue of authority from its Board of Directors.

Before me: [Signature]  
Notary Public for  
My Commission Expires: Jan. 31, 2007



**Lessor:**  
US Bancorp Equipment Finance, Inc.

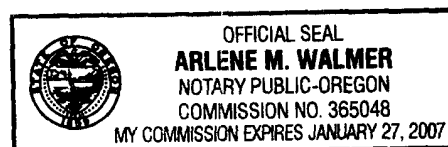
BY: Kim Hammond  
Authorized Signer

Executed on this 21<sup>st</sup> day of Dec, 2005.

STATE OF Oregon  
County of Washington )SS.

On 12/21, 2005 personally appeared before me, Kim Hammond, who being duly sworn, stated that he/she is the Doc. Mgr of US Bancorp Equipment Finance, Inc., acknowledged the foregoing instrument as voluntary act and deed of the Company by virtue of authority from its Board of Directors.

Before me: [Signature]  
Notary Public for OREGON  
My Commission Expires: 1-27-2007



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EXHIBIT "A"

**Equipment Finance, Inc.**

Schedule Number 21024561-002-1024561-006

The "Property" and/or "Collateral" (as defined and used in the above Agreements and any and all related documents) includes the following:

Thirty-One (31) 4650 Cu. Ft. Covered Grain Hoppers, Serial Numbers:

NRR000200, NRR000201, NRR000202,  
NRR000203, NRR000204, NRR000205,  
NRR000206, NRR000207, NRR000208,  
NRR000209, NRR000210, NRR000211,  
NRR000212, NRR000213, NRR000214,  
NRR000215, NRR000216, NRR000217,  
NRR000218, NRR000219, NRR000220,  
NRR000221, NRR000222, NRR000223,  
NRR000224, NRR000225, NRR000226,  
NRR000227, NRR000228, NRR000229,  
NRR000230

**TOGETHER WITH ALL REPLACEMENTS, PARTS, REPAIRS, ADDITIONS, ACCESSIONS AND ACCESSORIES INCORPORATED THEREIN OR AFFIXED OR ATTACHED THERETO AND ANY AND ALL PROCEEDS OF THE FOREGOING, INCLUDING, WITHOUT LIMITATION, INSURANCE RECOVERIES.**

U.S. Bancorp Equipment Finance, Inc. successor-in-interest to  
FBS Business Finance Corporation  
[Lessor/Secured Party]

By: 

An authorized officer thereof

4/00

CHS Inc.  
[Lessee/Debtor]

By: 

Dennis Wendland, Sr.  
Senior Vice President